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DEFALCO
BENNET
LAROSA

THE AMAZING SPIDER-MAN[®]



HE WAS ONCE THE NOBLE
SENTINEL OF THE SPACEWAYS.

A BEING OF BOUNDLESS COMPASSION
AND INFINITE EMPATHY.

HE WAS ONCE THE

**SILVER
SURFER**

BUT THAT WAS BEFORE HE
CONFRONTED CARNAGE --
A HUMAN SERIAL KILLER
WHO HAD BONDED WITH
AN ALIEN SYMBIOTE!

THAT WAS BEFORE
THE SYMBIOTE
ABANDONED ITS
MORTAL HOST AND
LATCHED ONTO HIM!

THAT WAS
BEFORE HE
BECAME...

THE
CARNAGE
COSMIC



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JOE BENNETT
PENCILS

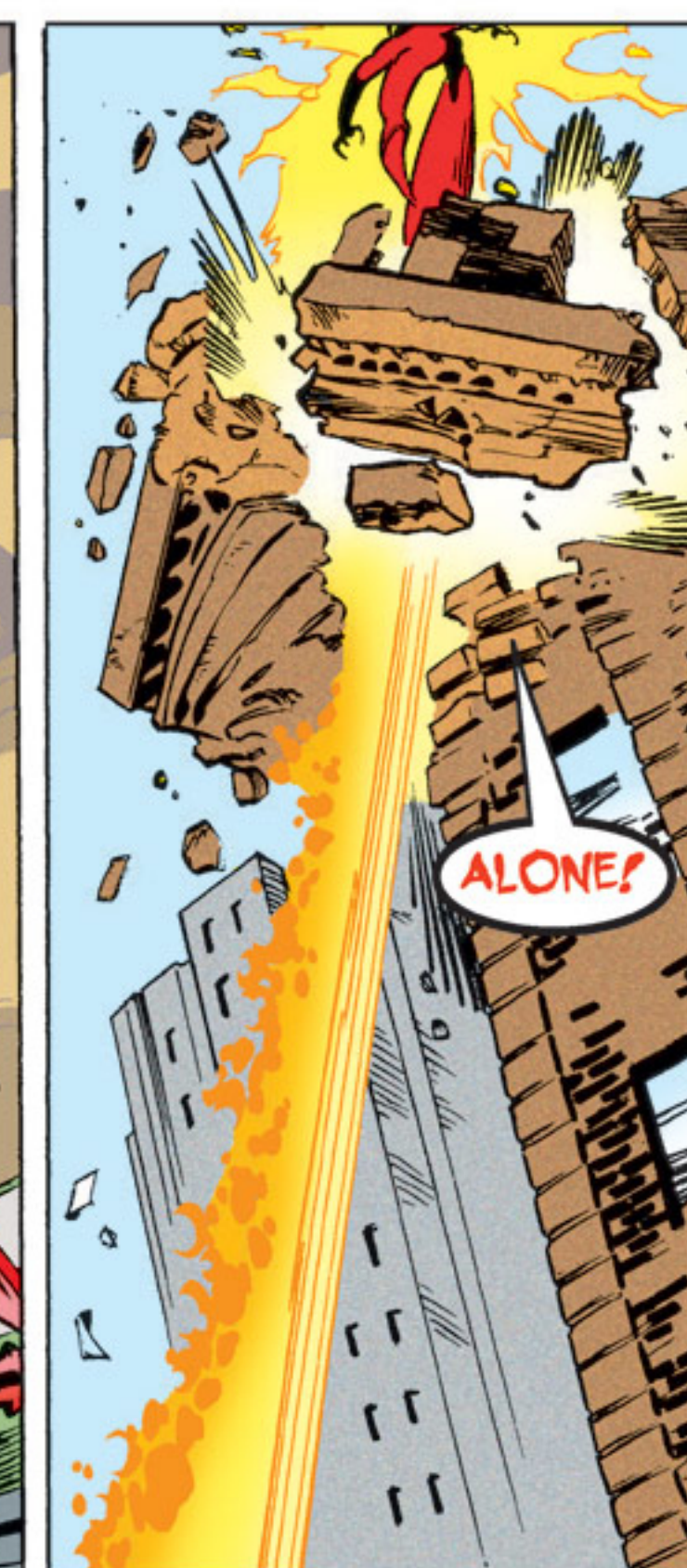
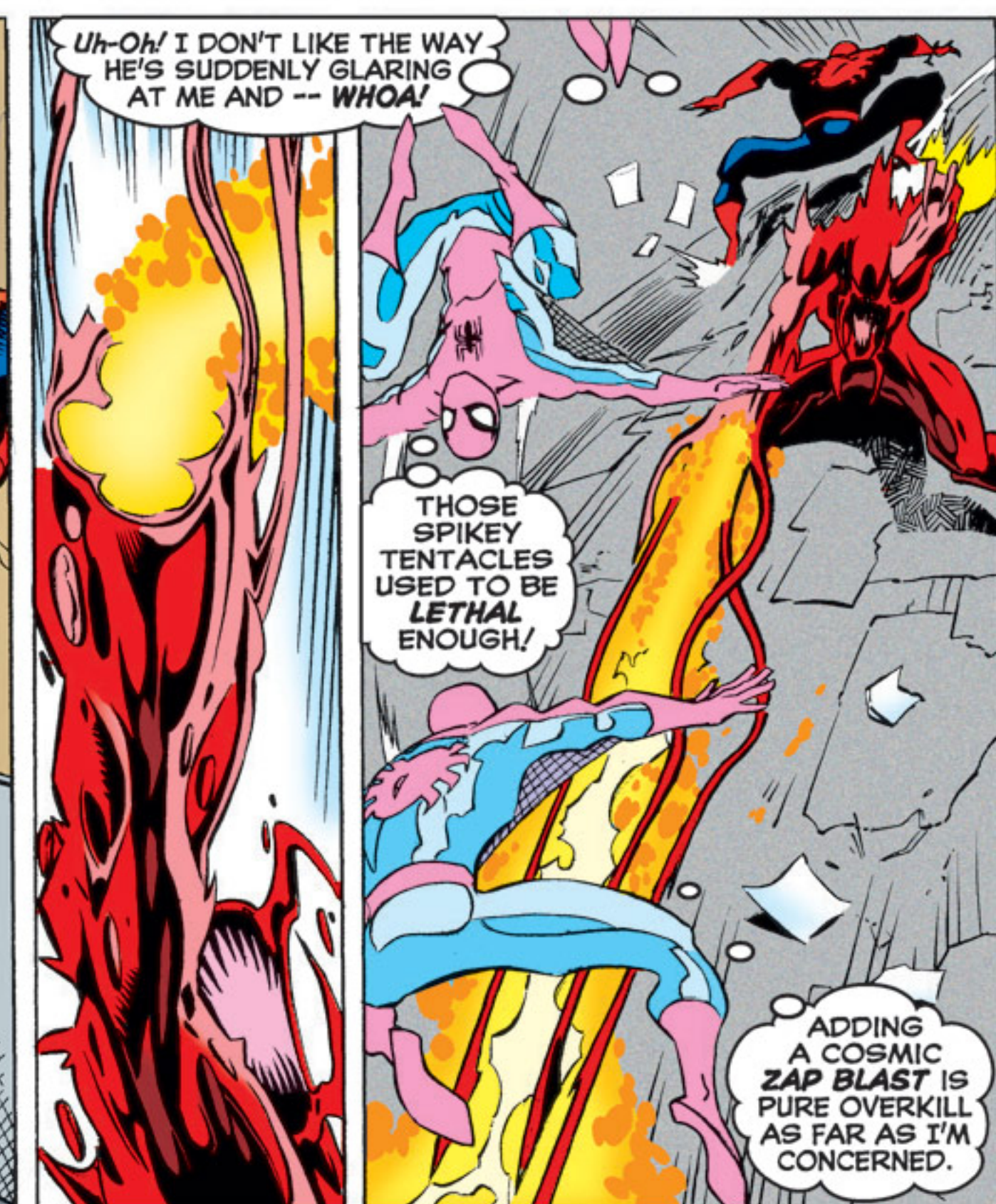
BUD LAROSA
INKS

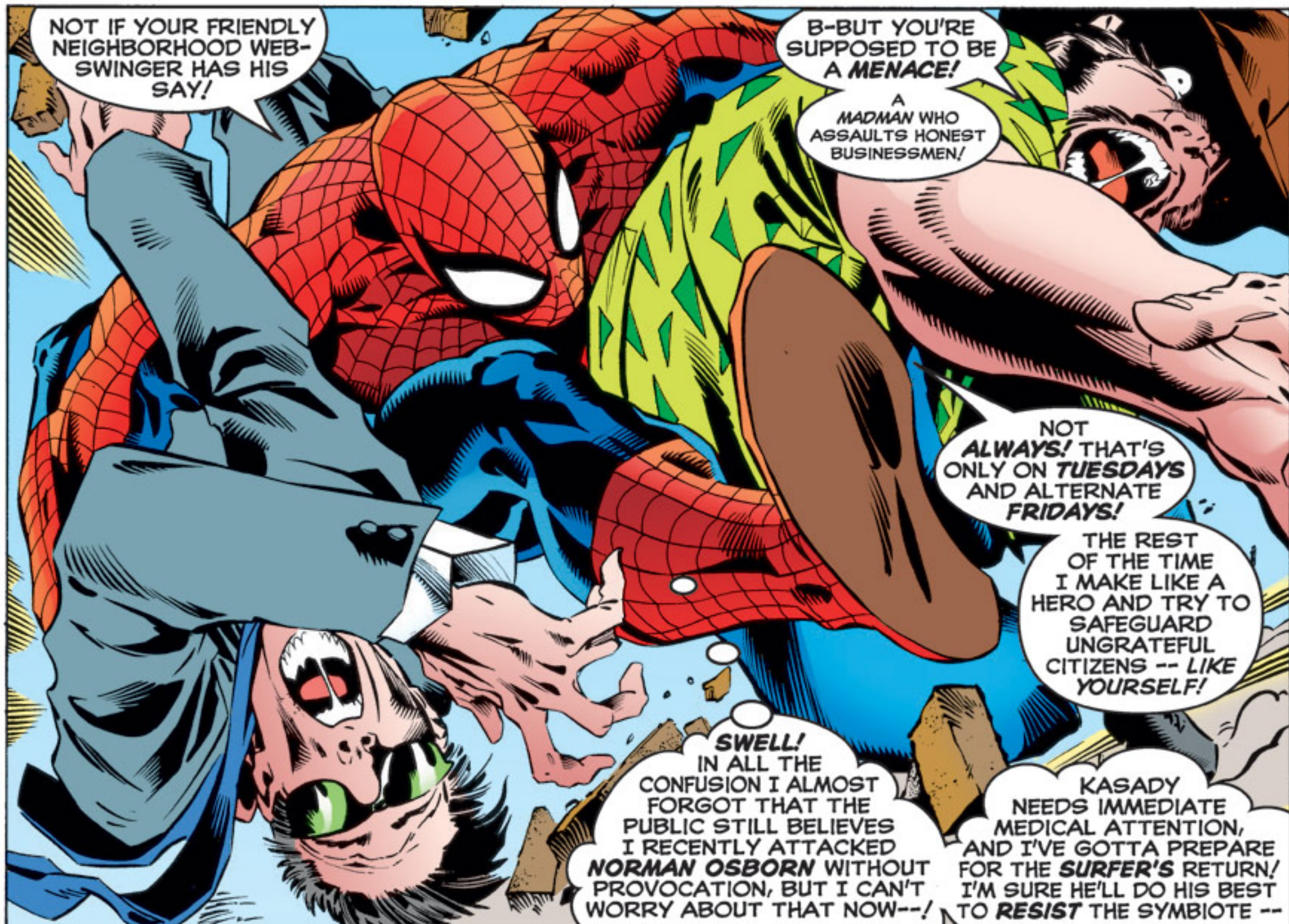
RS & COMICRAFT'S KIFF SCHOLL
LETTERS

BOB SHAREN
COLORS

RALPH MACCHIO
EDITOR

BOB HARRAS
CHIEF



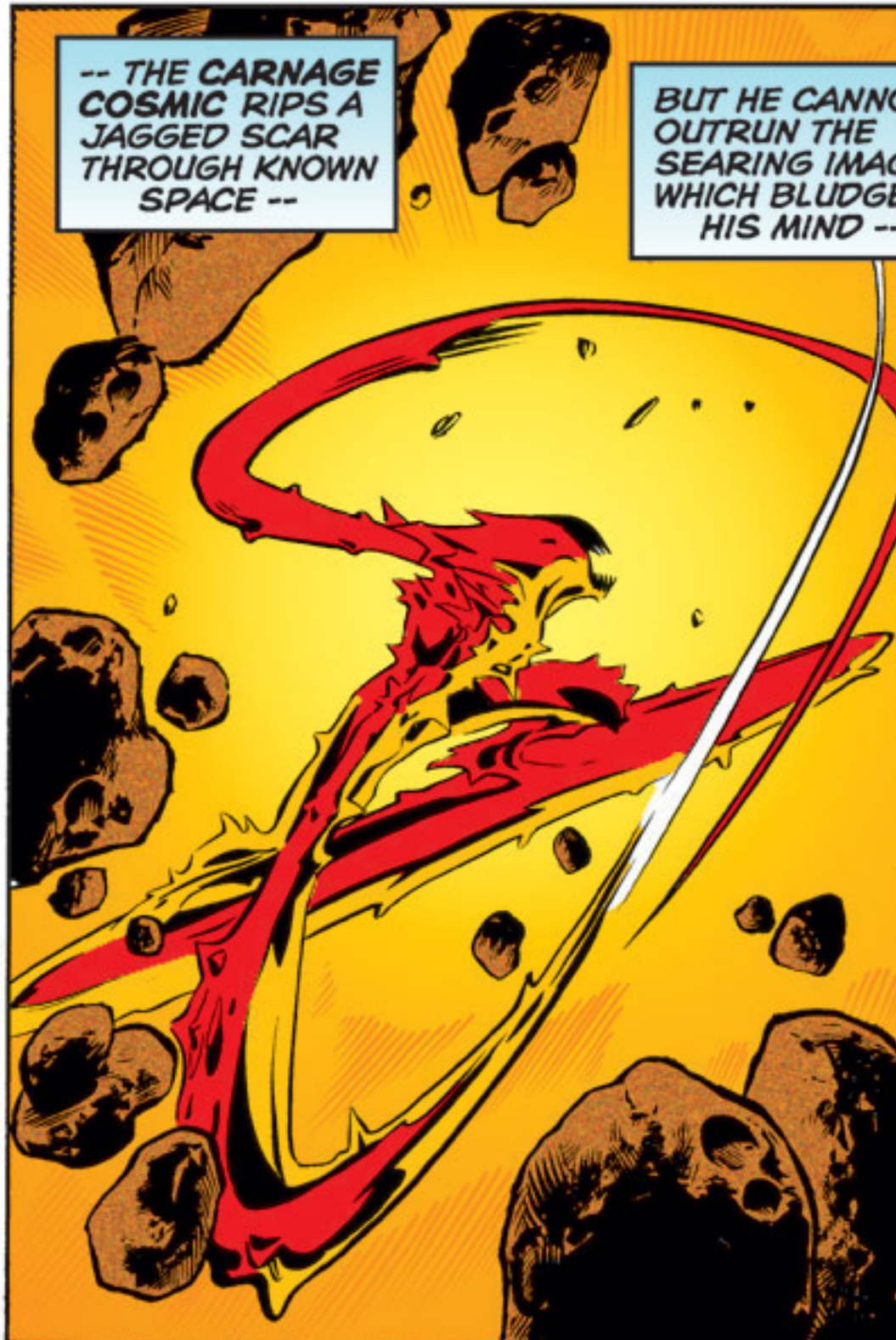






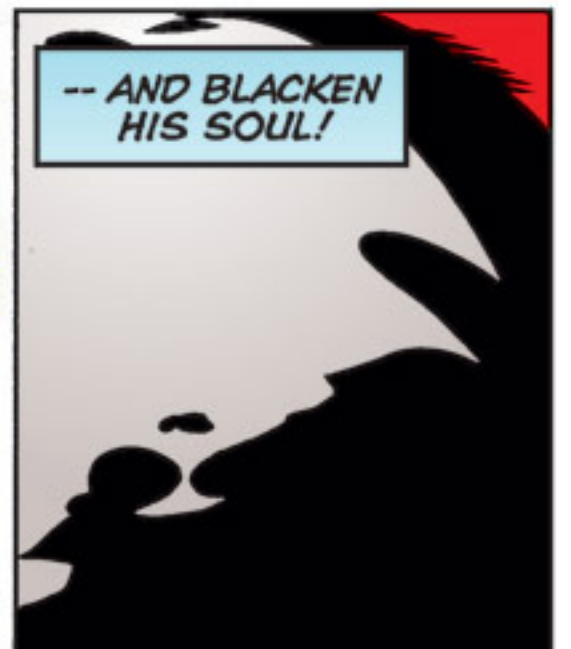


EVEN AS SPIDER-MAN
LASHES OUT, STRIKING
IN A FRANTIC BID FOR
FREEDOM --

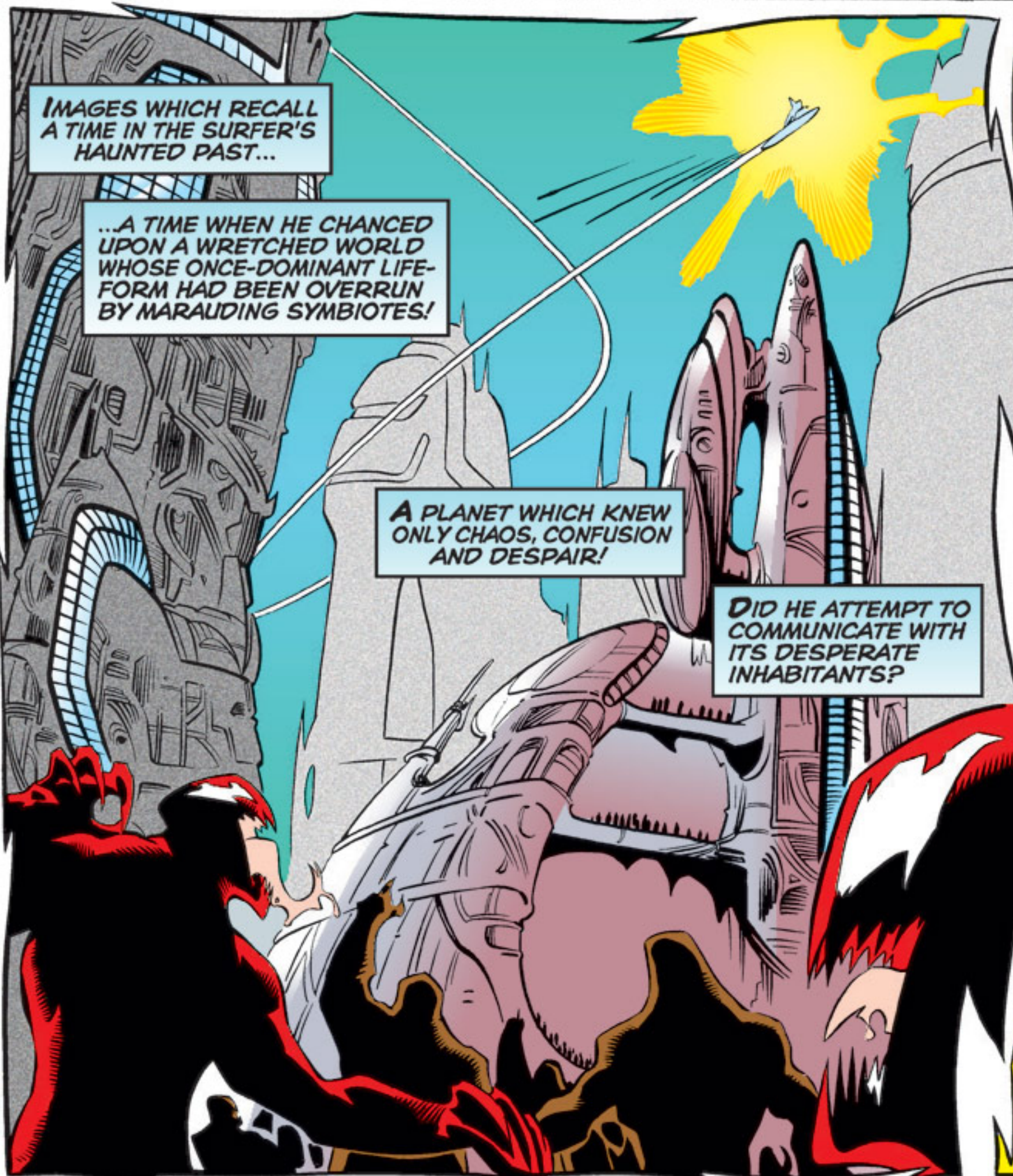


-- THE CARNAGE
COSMIC RIPS A
JAGGED SCAR
THROUGH KNOWN
SPACE --

BUT HE CANNOT
OUTRUN THE
SEARING IMAGES
WHICH BLUDGEON
HIS MIND --



-- AND BLACKEN
HIS SOUL!



IMAGES WHICH RECALL
A TIME IN THE SURFER'S
HAUNTED PAST...

...A TIME WHEN HE CHANCED
UPON A WRETCHED WORLD
WHOSE ONCE-DOMINANT LIFE-
FORM HAD BEEN OVERRUN
BY MARAUDING SYMBIOTES!

A PLANET WHICH KNEW
ONLY CHAOS, CONFUSION
AND DESPAIR!

DID HE ATTEMPT TO
COMMUNICATE WITH
ITS DESPERATE
INHABITANTS?



DID HE OFFER
THEM GENTLE
AID OR
SOOTHING
COMPASSION?

NO...



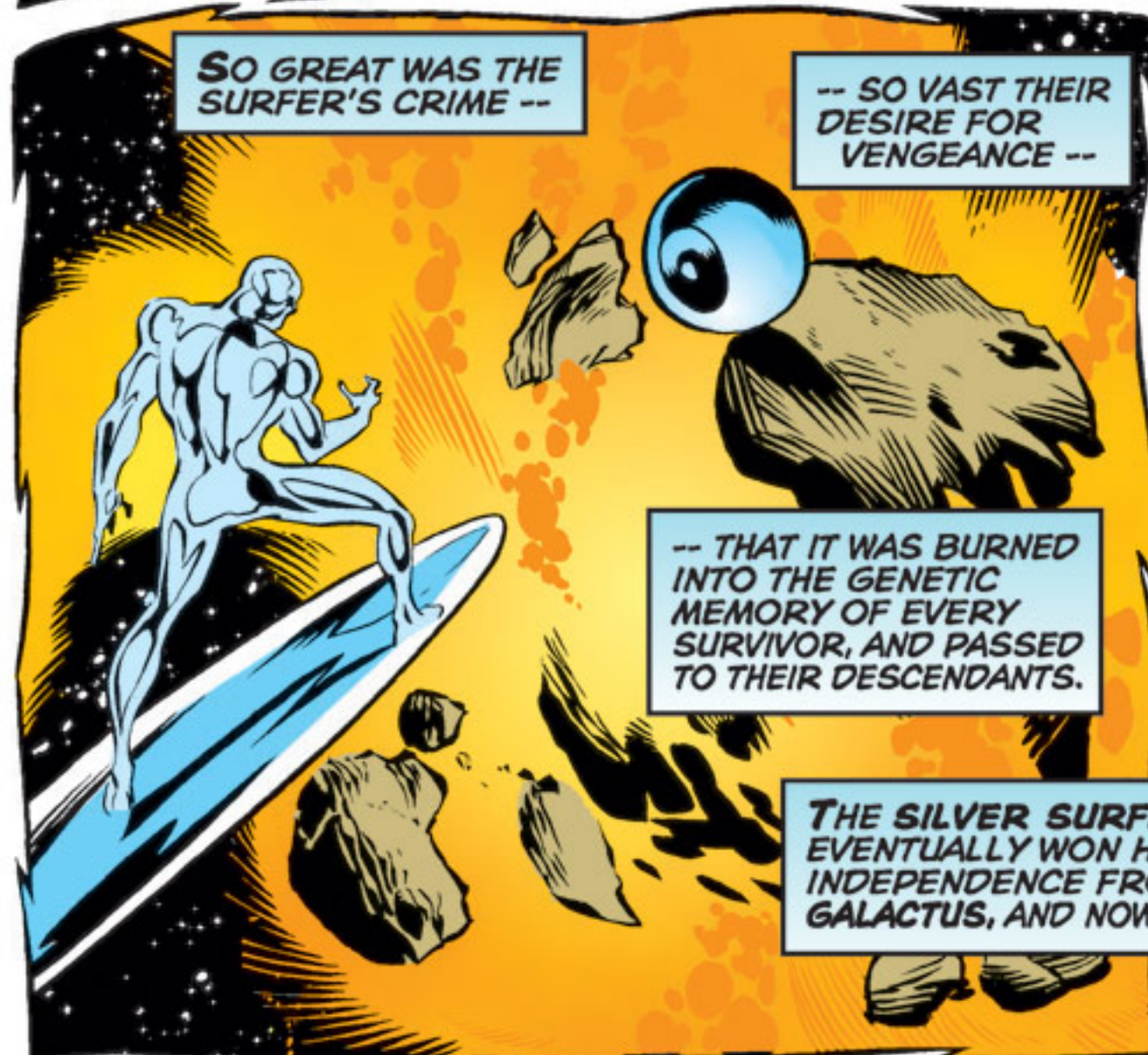
...HE MERELY
SUMMONED
HIS MASTER...

...GALACTUS,
THE DEVOURER
OF WORLDS!

GALACTUS, THE
ALOOF AND IMPASSIVE
DEMI-GOD WHO MUST
CONSUME THE LIVING
ENERGIES OF ENTIRE
PLANETS TO SURVIVE.

GALACTUS, WHO
SOON BEGAN THE
GREAT FEEDING --

-- AND SENTENCED THAT
DOOMED WORLD TO THE
ULTIMATE CATAclysm!

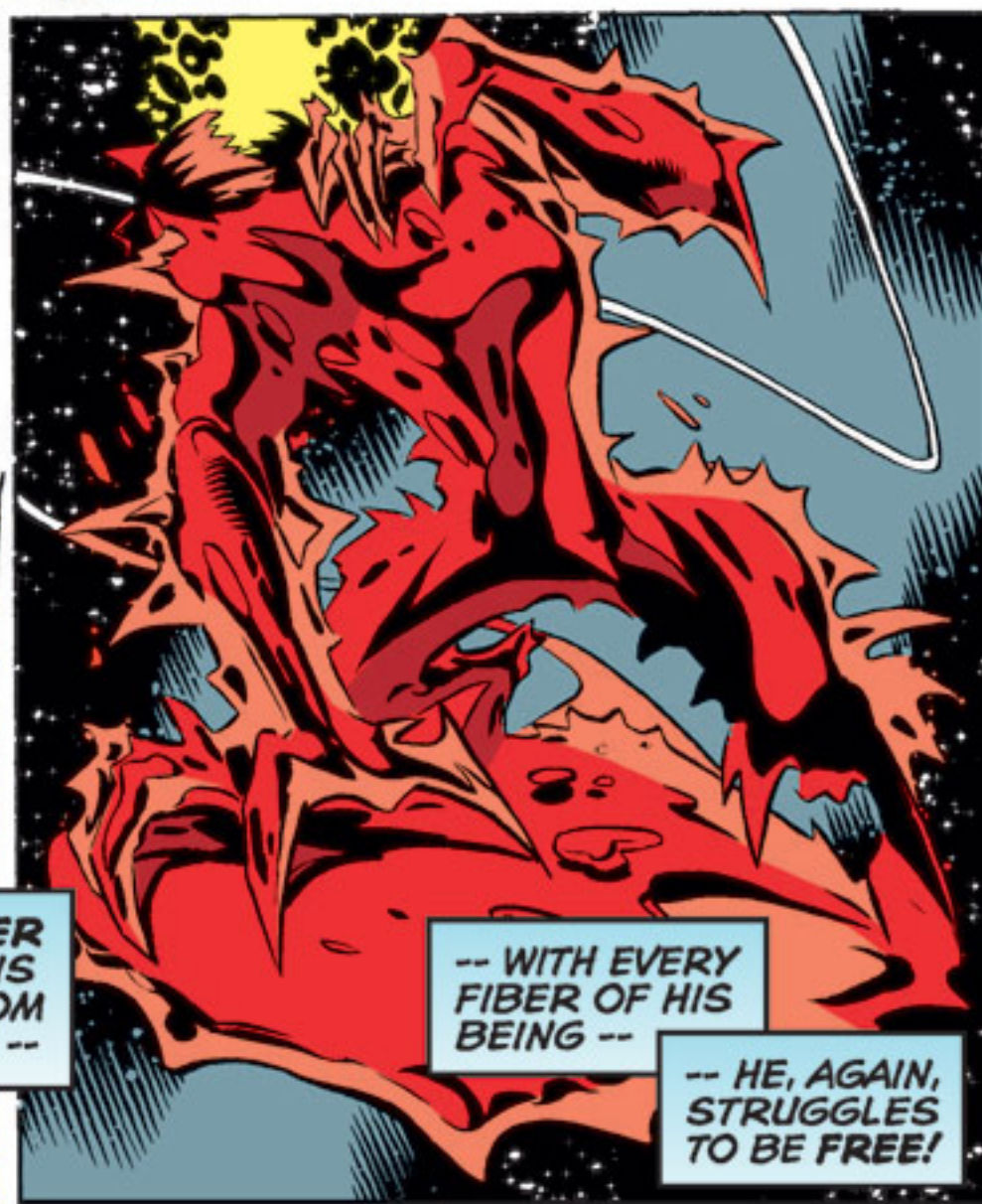


SO GREAT WAS THE
SURFER'S CRIME --

-- SO VAST THEIR
DESIRE FOR
VENGEANCE --

-- THAT IT WAS BURNED
INTO THE GENETIC
MEMORY OF EVERY
SURVIVOR, AND PASSED
TO THEIR DESCENDANTS.

THE SILVER SURFER
EVENTUALLY WON HIS
INDEPENDENCE FROM
GALACTUS, AND NOW --



-- WITH EVERY
FIBER OF HIS
BEING --

-- HE, AGAIN,
STRUGGLES
TO BE FREE!



YES...
WELL... I WISH
I COULD HELP
YOU --



-- BUT OUR
VOICE-ANALYZER
IS CURRENTLY
OFF-LINE.

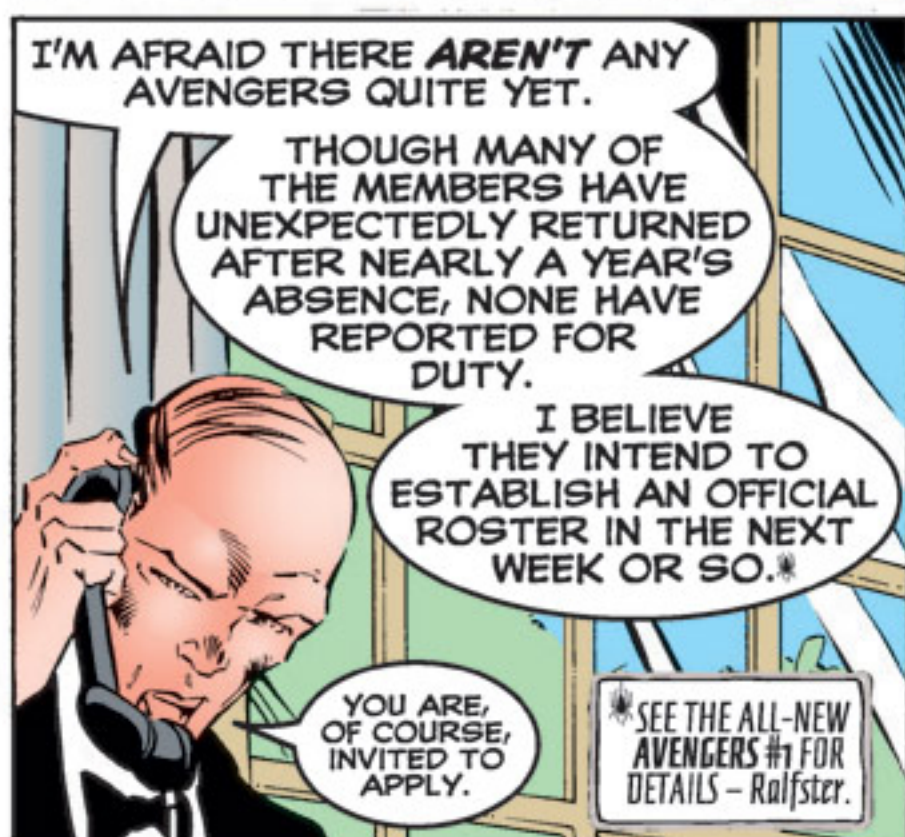
I AM UNABLE TO
VERIFY YOUR IDENTITY,
SPIDER-MAN...

...IF THAT
IS TRULY
WHO YOU
ARE.



TRUST ME, JARVIS -- I
COULD BE **BART SIMPSON**,
AND THE WORLD WOULD
STILL BE IN
DANGER!

I
NEED THE
AVENGERS --
PRONTO!



I'M AFRAID THERE **AREN'T** ANY
AVENGERS QUITE YET.

THOUGH MANY OF
THE MEMBERS HAVE
UNEXPECTEDLY RETURNED
AFTER NEARLY A YEAR'S
ABSENCE, NONE HAVE
REPORTED FOR
DUTY.

I BELIEVE
THEY INTEND TO
ESTABLISH AN OFFICIAL
ROSTER IN THE NEXT
WEEK OR SO.

YOU ARE,
OF COURSE,
INVITED TO
APPLY.

SEE THE ALL-NEW
AVENGERS #1 FOR
DETAILS -- Ralfster.

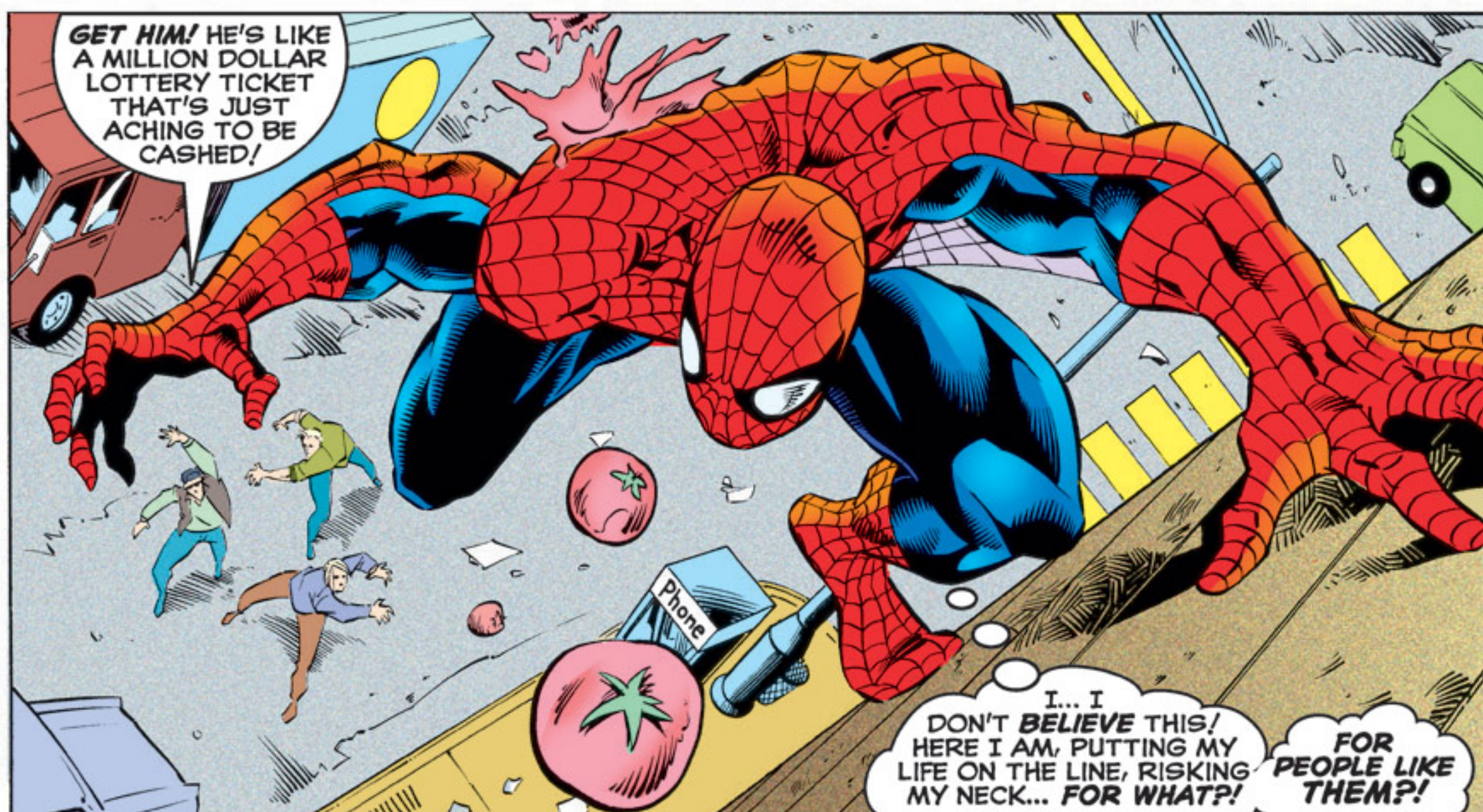


I'LL MARK IT ON MY
CALENDAR --

-- IF I
SURVIVE UNTIL
THEN!

**LOOK--
IT'S
SPIDER-MAN!**

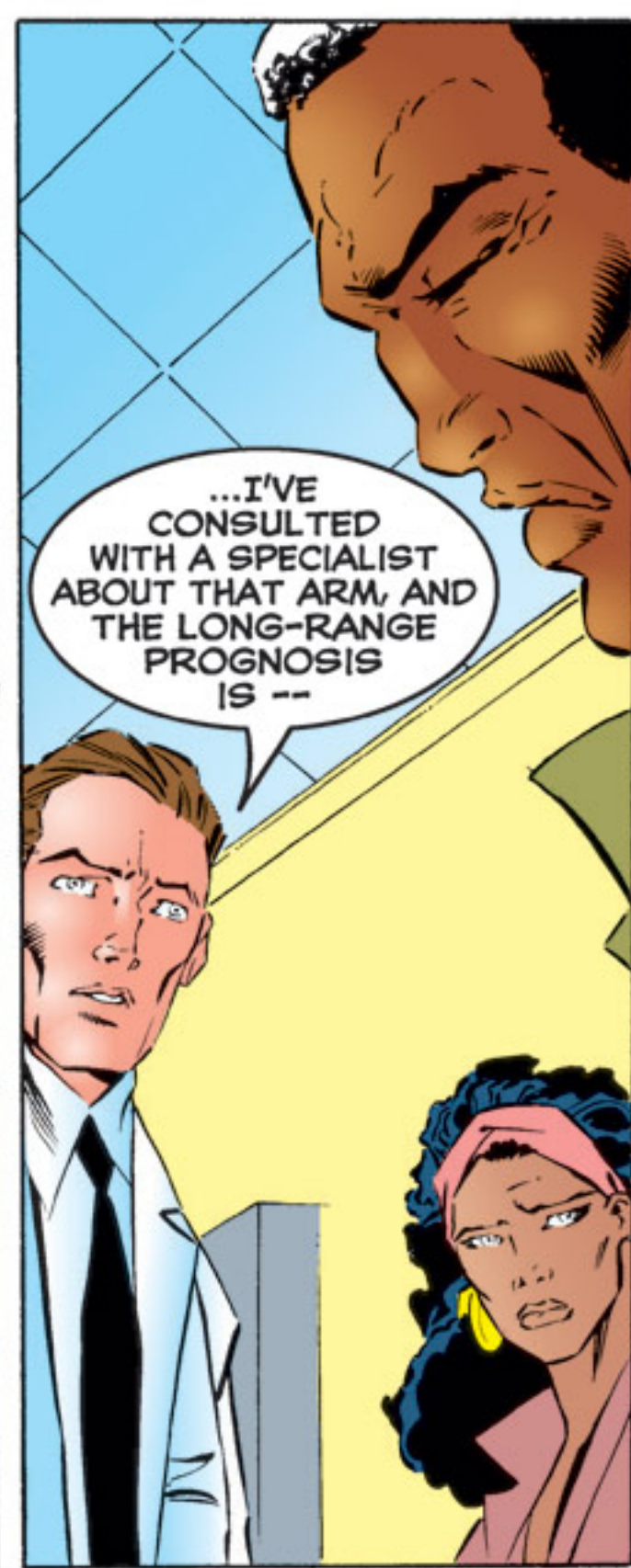
THE
BUGLE HAS
A MAJOR
REWARD OUT
ON HIM!

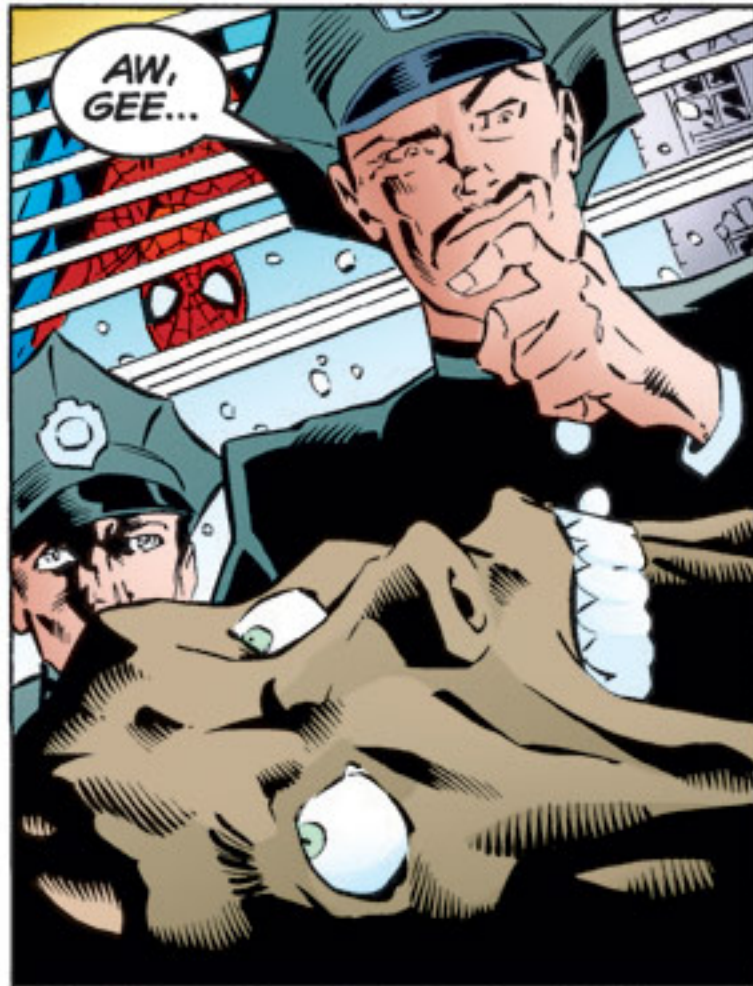


**GET HIM! HE'S LIKE
A MILLION DOLLAR
LOTTERY TICKET
THAT'S JUST
ACHING TO BE
CASHED!**

I... I
DON'T **BELIEVE** THIS!
HERE I AM, PUTTING MY
LIFE ON THE LINE, RISKING
MY NECK... **FOR WHAT?!**

**FOR
PEOPLE LIKE
THEM?!**





DEEP WITHIN THE CARNAGE
COSMIC, THE PART WHICH IS
STILL THE SILVER SURFER
CONTINUES TO FIGHT --

-- AS HIS CONSCIOUS-
NESS TWISTS AND BENDS
LIKE RUSTED STEEL --

-- AND SPIRALS
DOWN THE
CORRIDORS
OF MADNESS --

-- WHICH WERE
ONCE THE HOME
OF CLETUS
KASADY!

THE SURFER SEES
TORTURED ANIMALS...

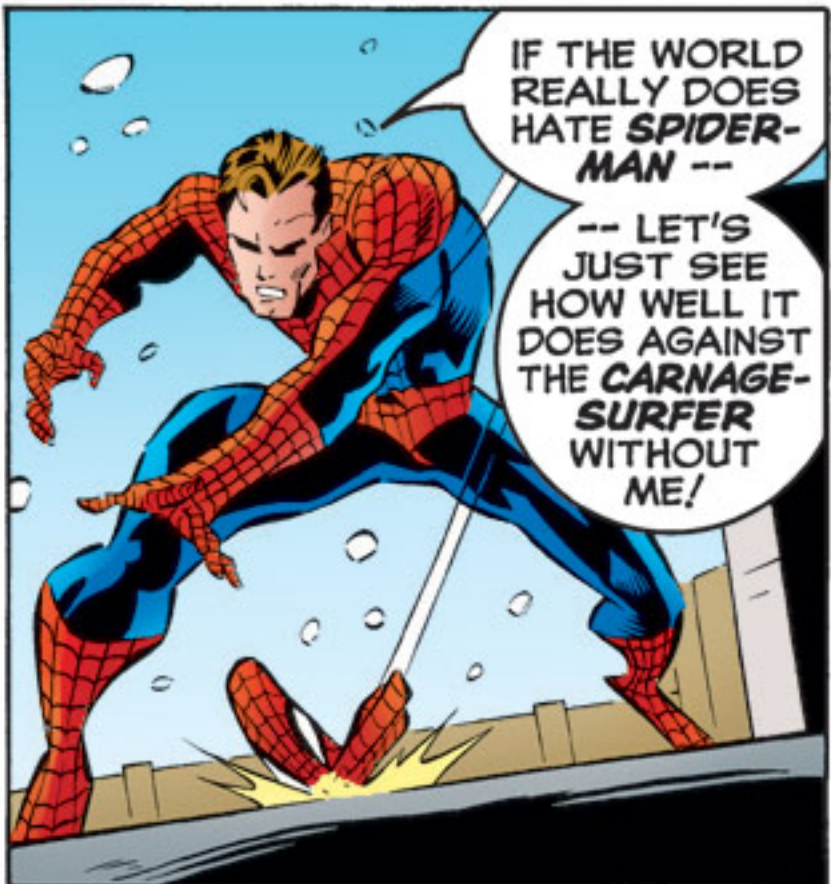
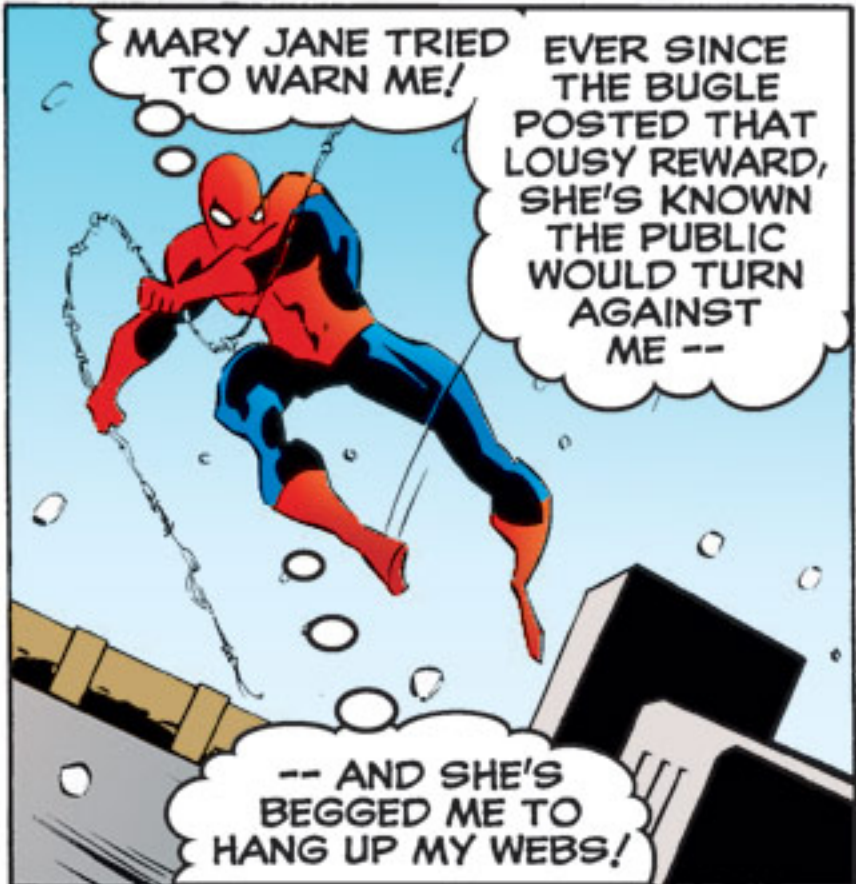
...AND ABUSIVE
FOSTER PARENTS...

...HE SEES A CHILD WHO
IS ROUTINELY BEATEN
INTO SUBMISSION.

AND WHO, IN TURN,
RESPONDS WITH EVEN
GREATER SAVAGERY!

A CHILD BORN WITH
A RAW AND BLOODY
WOUND FOR A HEART --

-- AND A GAPING,
HUNGRY MAW IN
LIEU OF A SOUL!



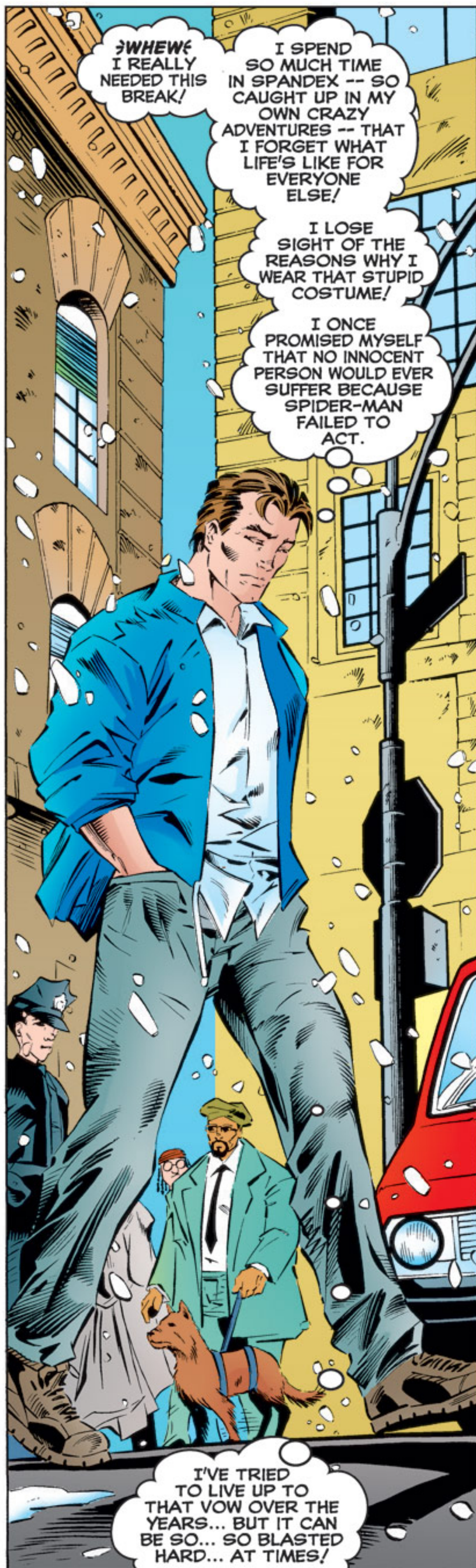
THE WAR
CONTINUES...

IN A DARK AND DESOLATE ABYSS,
THE MAN WHO WAS ONCE KNOWN
AS NORRIN RADD MAKES HIS
FINAL STAND --

-- OFFERING ONLY
COMPASSION
AGAINST CHAOS AND
CORRUPTION --

-- AND EMPATHY
IN OPPOSITION
TO DECADENCE
AND DEPRAVITY!





WHEW!
I REALLY
NEEDED THIS
BREAK!

I SPEND
SO MUCH TIME
IN SPANDEX -- SO
CAUGHT UP IN MY
OWN CRAZY
ADVENTURES -- THAT
I FORGET WHAT
LIFE'S LIKE FOR
EVERYONE
ELSE!

I LOSE
SIGHT OF THE
REASONS WHY I
WEAR THAT STUPID
COSTUME!

I ONCE
PROMISED MYSELF
THAT NO INNOCENT
PERSON WOULD EVER
SUFFER BECAUSE
SPIDER-MAN
FAILED TO
ACT.

I'VE TRIED
TO LIVE UP TO
THAT VOW OVER THE
YEARS... BUT IT CAN
BE SO... SO BLASTED
HARD... AT TIMES!



Uh-Oh!

THAT
FLASH IN THE
SKY --! IS IT THE
SURFER? DID HE
FINALLY FIND A
WAY TO BEAT THE
SYMBIOTE, OR --?!

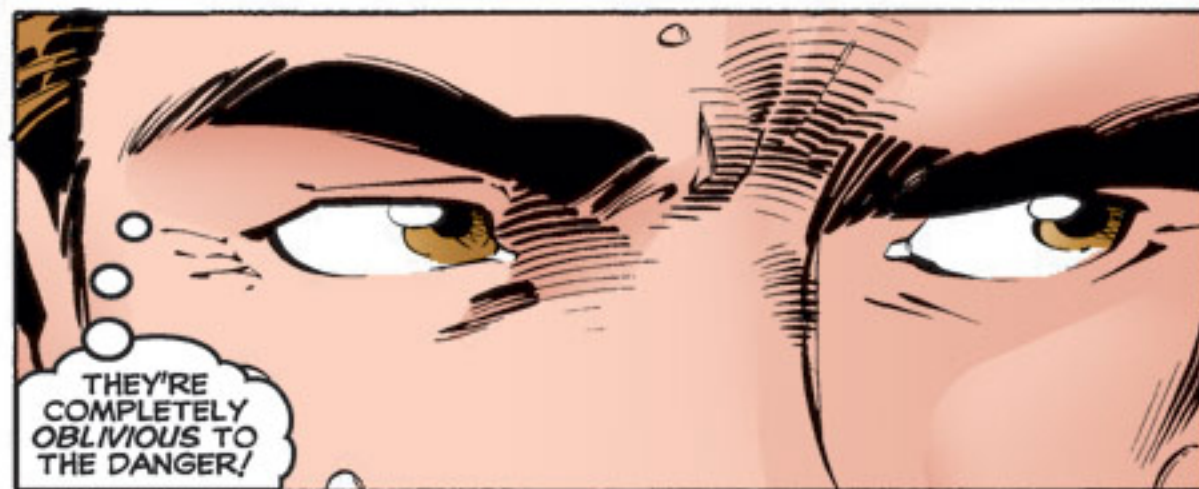


I-IT SEEMS
TO BE VEERING
IN THE DIRECTION
OF KASADY'S
HOSPITAL --?



NO ONE ELSE
HAS EVEN NOTICED
THE LIGHTS IN
THE SKY!

THEY'RE
JUST LIVING THEIR
NORMAL LIVES,
GOING ABOUT THEIR
EVERYDAY BUSINESS

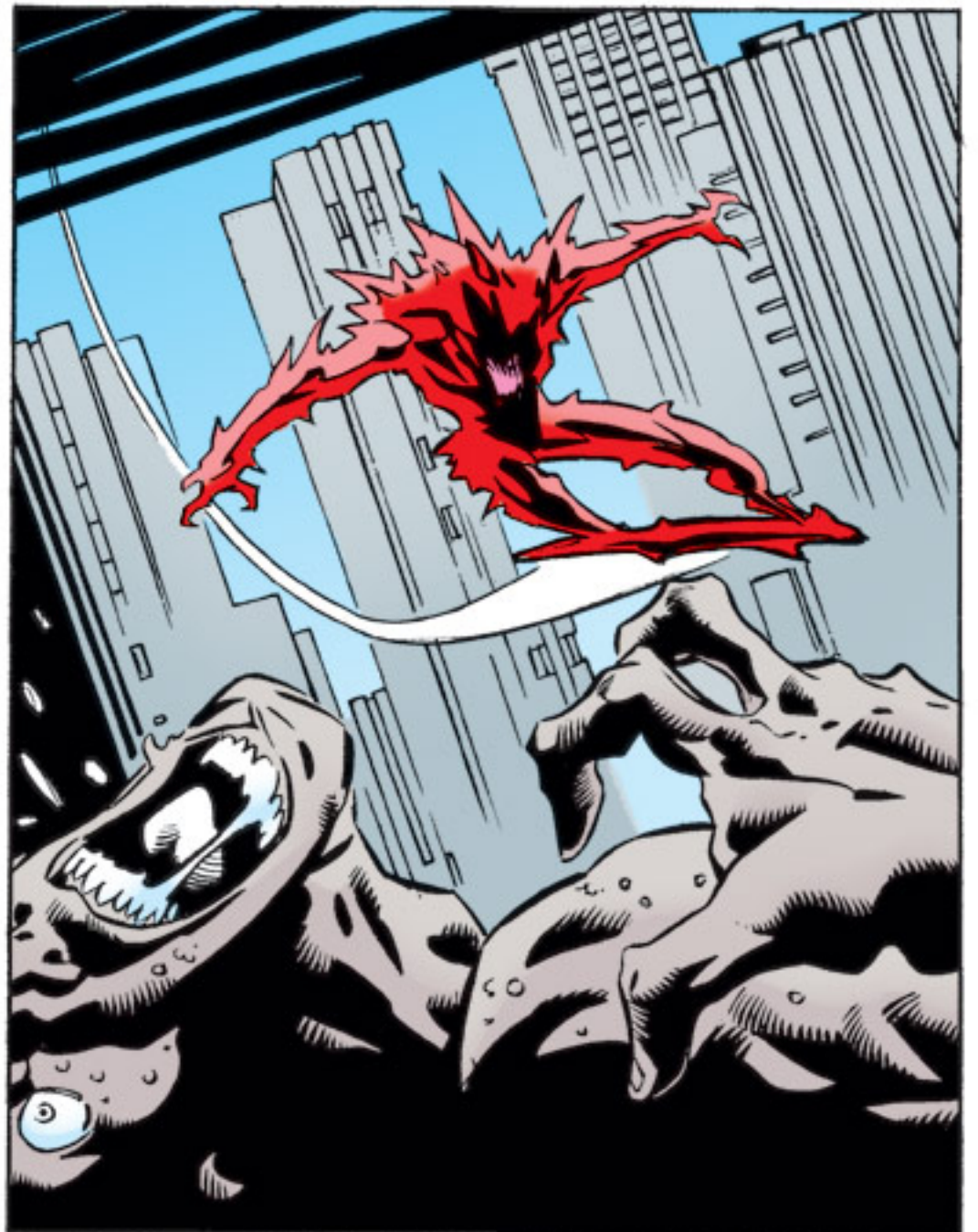


THEY'RE
COMPLETELY
OBLIVIOUS TO
THE DANGER!



LUCKY
FOR THEM...

...I'M
NOT!





OOPS!
DID I MAKE
YOU SLAM
INTO THAT
ROOF?

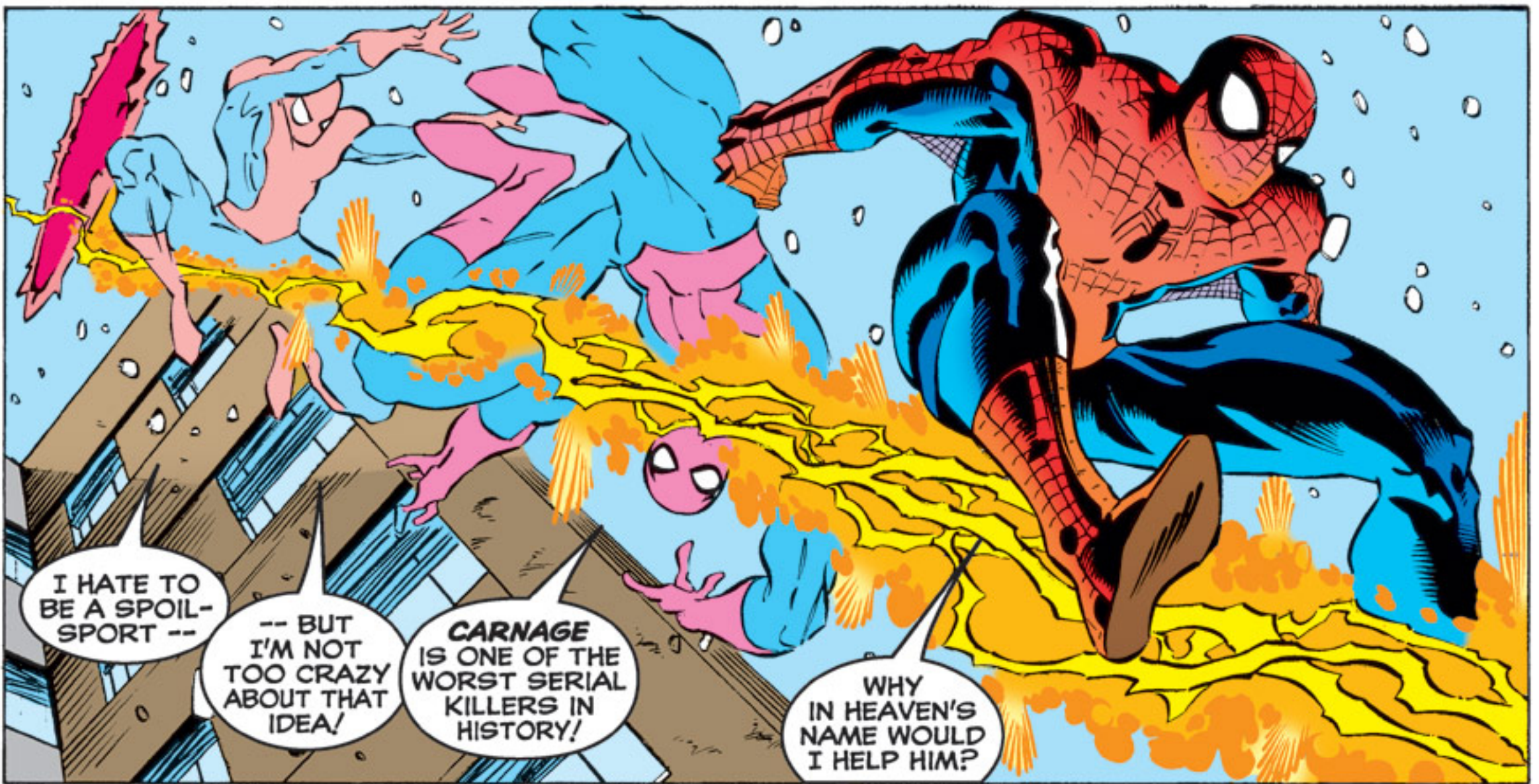
CLUMSY
ME!

I WAS
ACTUALLY
AIMING FOR
THE PARKING
LOT!



Y-YOU
MUSTN'T
INTERFERE,
SPIDER-MAN...

...I
HAVE COME
TO REUNITE THIS
SYMBIOTE WITH
ITS HUMAN
HOST!



I HATE TO
BE A SPOIL-
SPORT --

-- BUT
I'M NOT
TOO CRAZY
ABOUT THAT
IDEA!

CARNAGE
IS ONE OF THE
WORST SERIAL
KILLERS IN
HISTORY!

WHY
IN HEAVEN'S
NAME WOULD
I HELP HIM?



IF YOU CAN REALLY
HEAR ME, SURFER...
I SAY WE WORK
TOGETHER TO
DESTROY THE
SYMBIOTE AS
WELL!

B-BUT
KASADY WILL
DIE WITHOUT
IT!



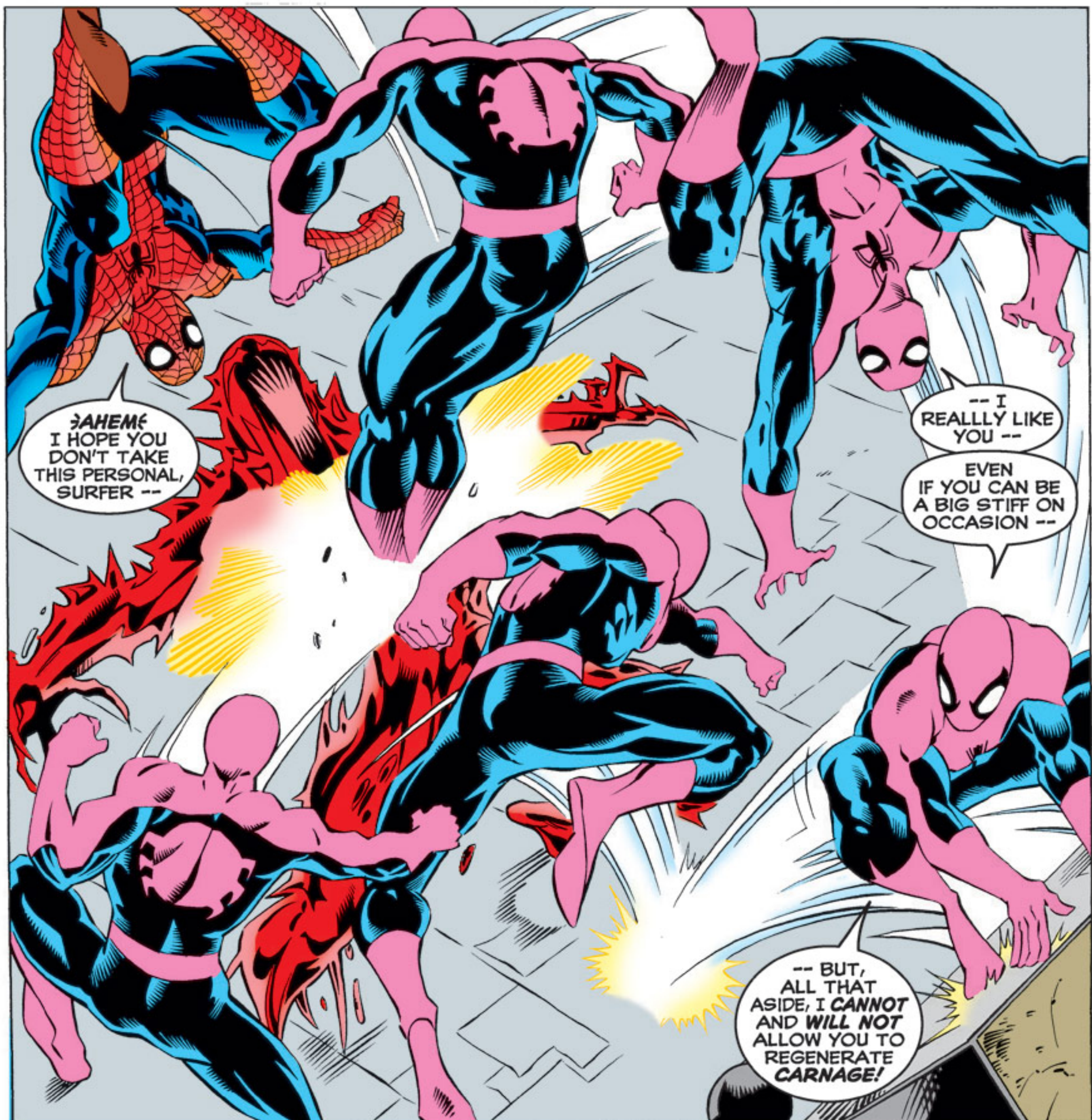
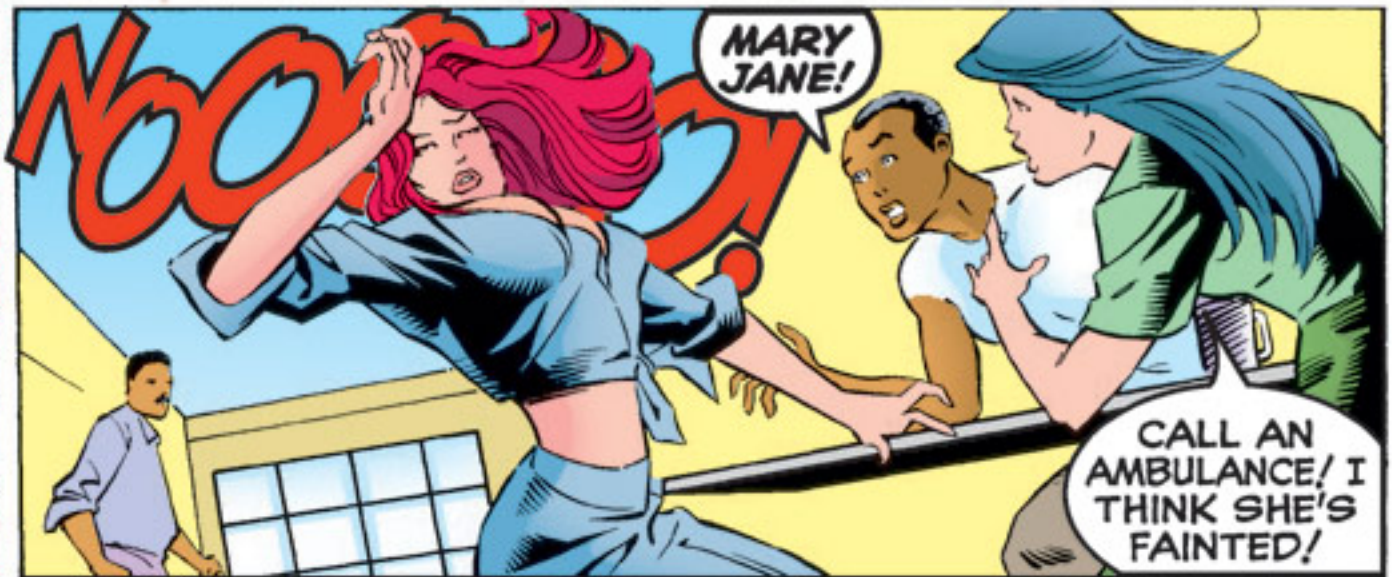
TOUGH!
HE SHOULD HAVE
THOUGHT ABOUT
THAT BEFORE HE
BEGAN
SLAUGHTERING
HELPLESS --

UGNN



K-KASADY
IS HELPLESS
NOW --

-- AND
ONLY WE
CAN SAVE
HIM!





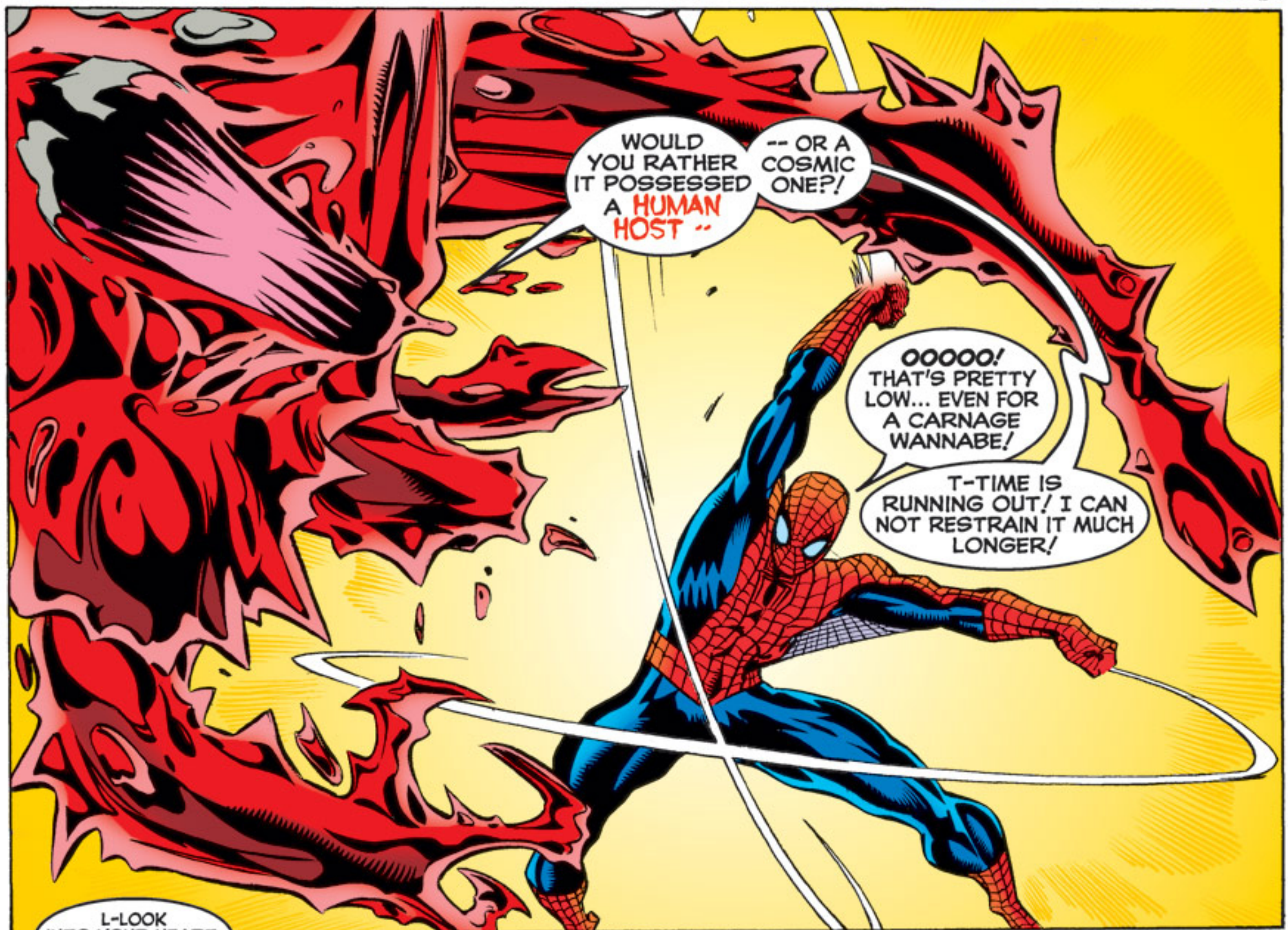
THERE ARE SOME THINGS EVEN FRIENDLY NEIGHBORHOOD WEB-SWINGERS SHOULDN'T DO!



TH-THINK, SPIDER-MAN! **THINK!** THIS SYMBIOTE HAS FORMED A SPECIAL **BOND** WITH KASADY!

A BOND WHICH IT IS NOW ATTEMPTING TO RECREATE WITH **ME!**

AND YOUR **POINT** --?

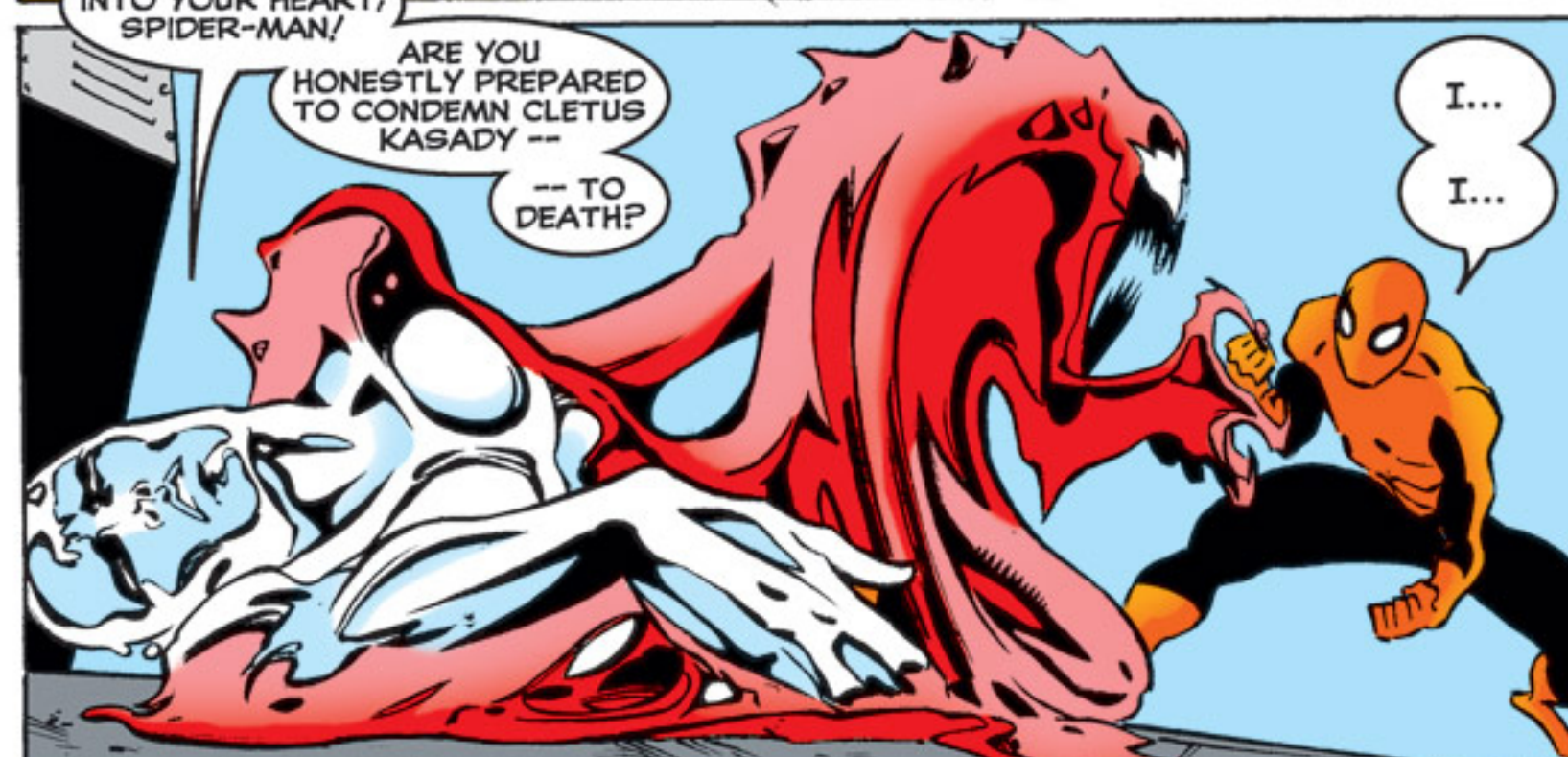


WOULD YOU RATHER IT POSSESSED A **HUMAN HOST** --

-- OR A COSMIC ONE?!

OOOOO! THAT'S PRETTY LOW... EVEN FOR A CARNAGE WANNABE!

T-TIME IS RUNNING OUT! I CAN NOT RESTRAIN IT MUCH LONGER!



L-LOOK INTO YOUR HEART, SPIDER-MAN!

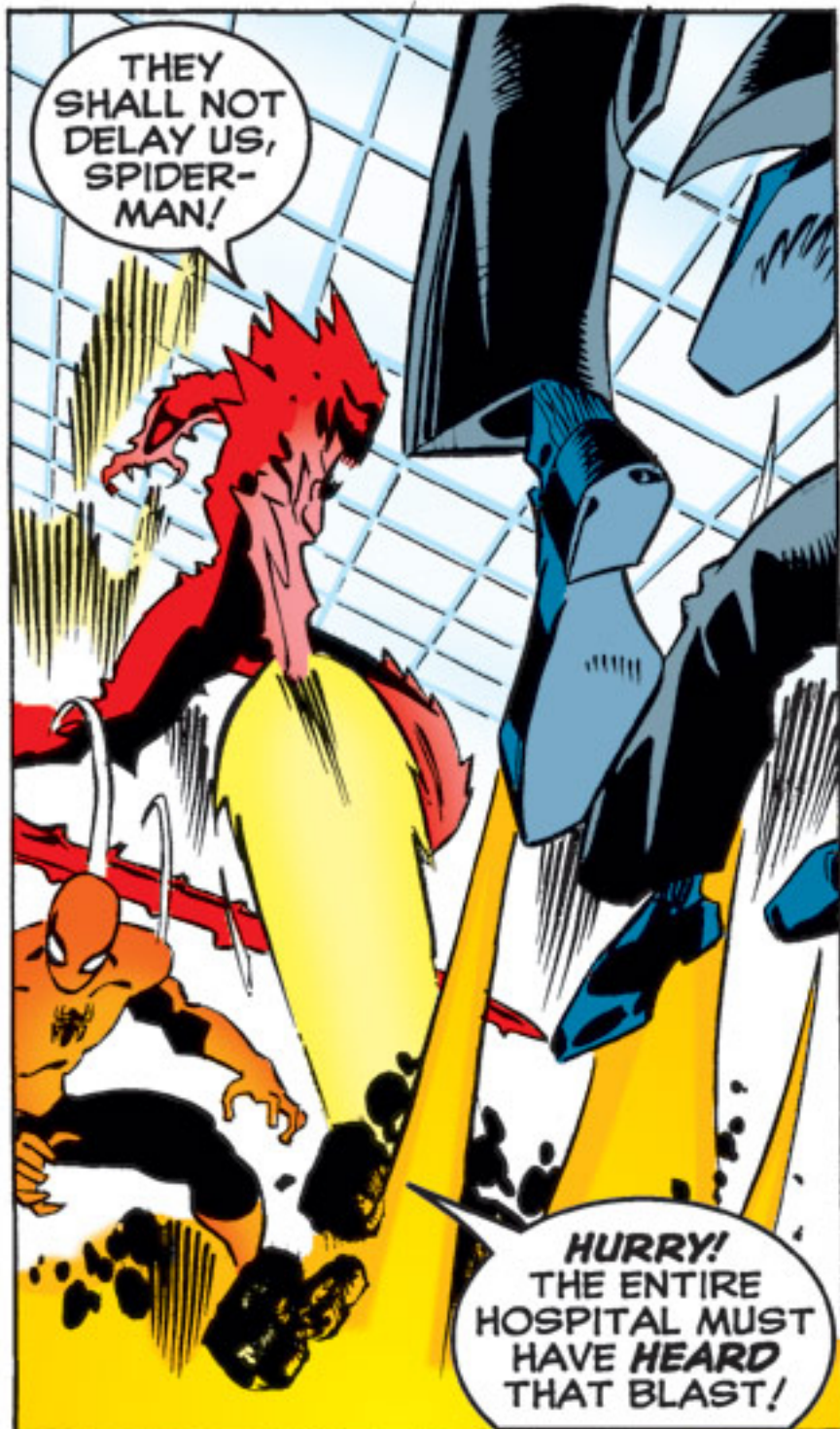
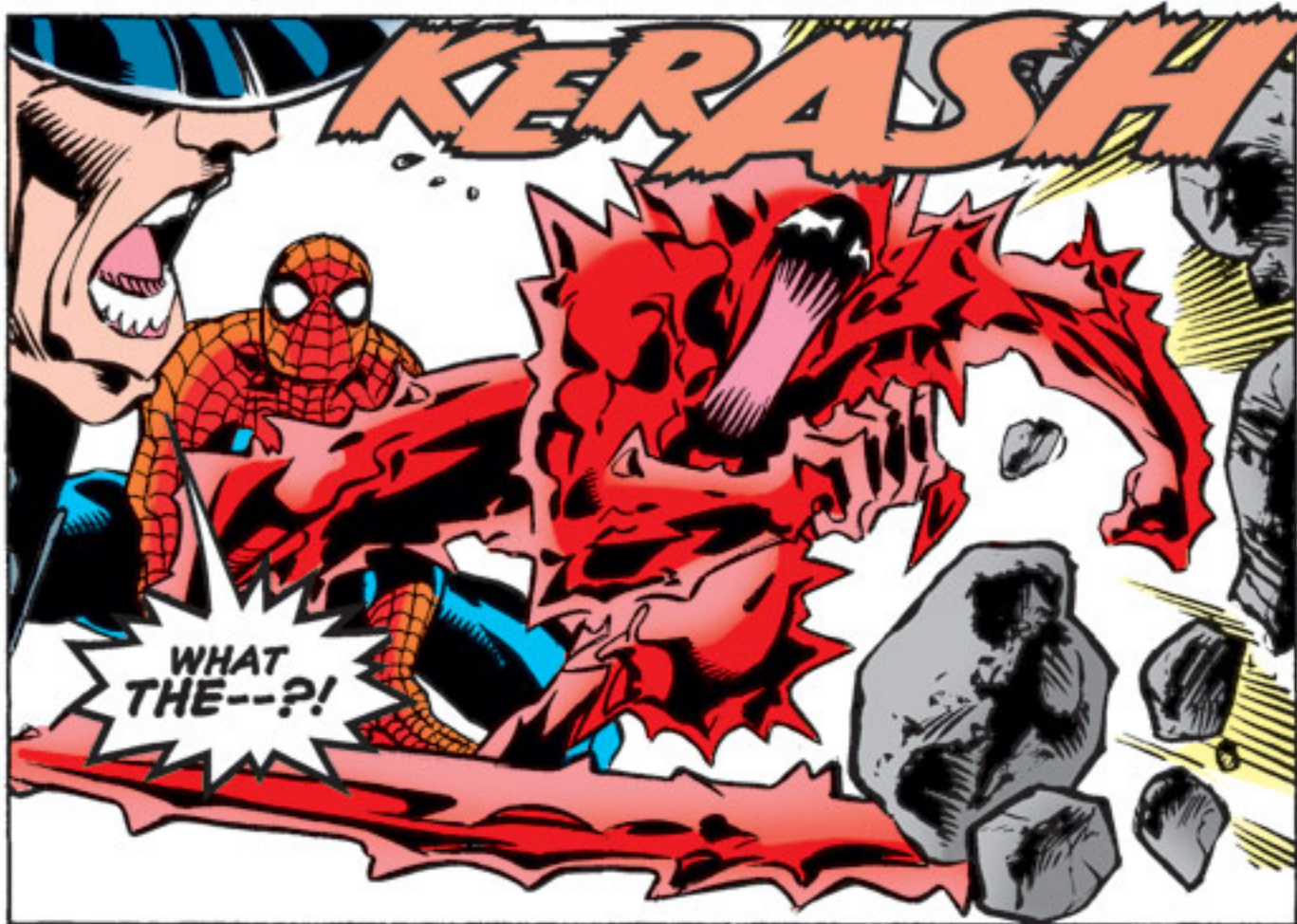
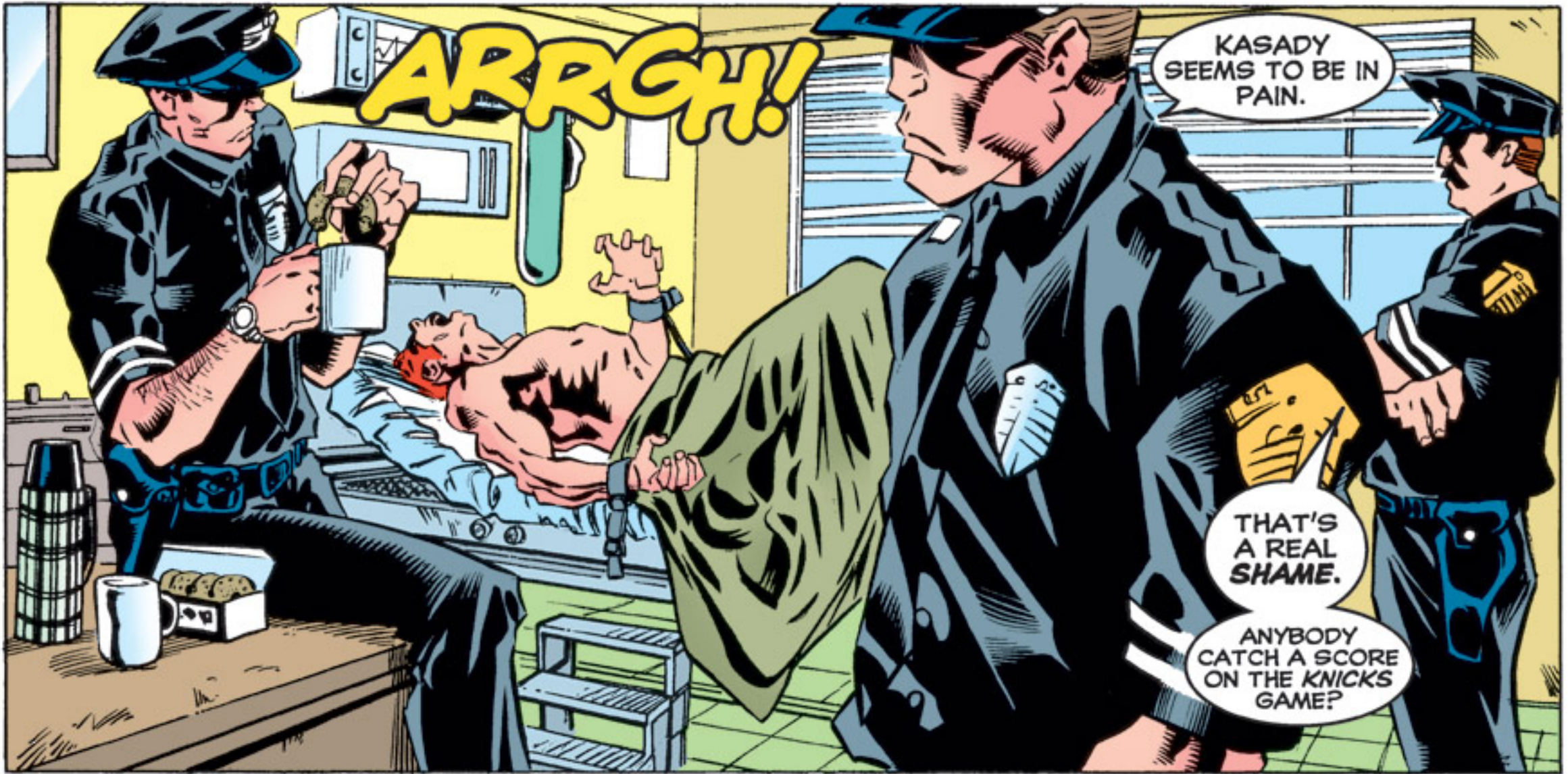
ARE YOU HONESTLY PREPARED TO CONDEMN CLETUS KASADY --

-- TO DEATH?

I...
I...



...I REALLY HATE DAYS LIKE THIS!



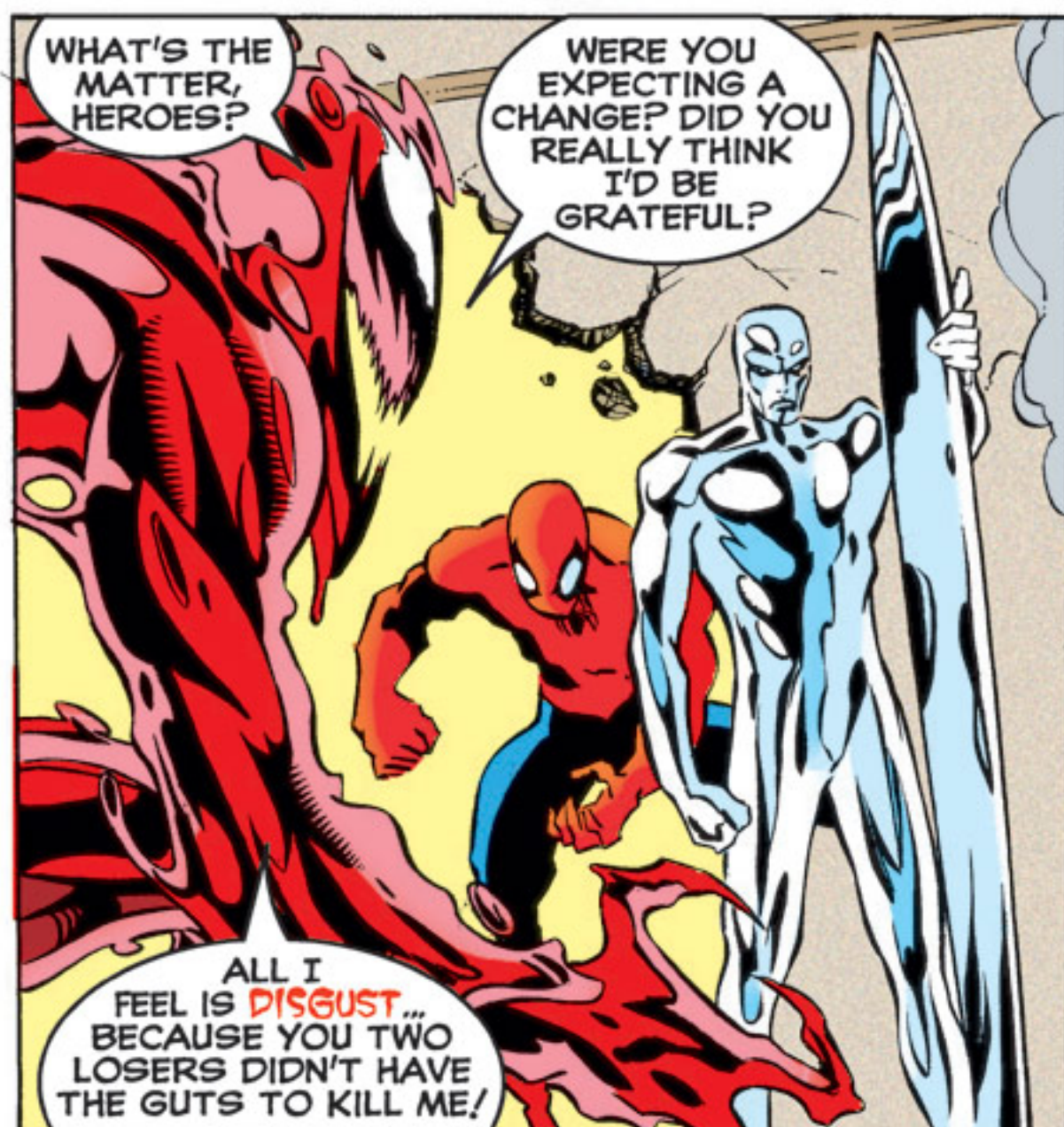


HEY, KIDDIES...

...IT'S
CARNAGE-TIME!

LOOKS LIKE I GOT A NEW LEASE ON **LIFE**, AND I KNOW THE BEST WAY TO CELEBRATE.

CAN EVERYONE SPELL
SLAUGHTER-FEST?!



WHAT'S THE MATTER, HEROES?

WERE YOU EXPECTING A CHANGE? DID YOU REALLY THINK I'D BE GRATEFUL?

ALL I FEEL IS **DISGUST**... BECAUSE YOU TWO LOSERS DIDN'T HAVE THE GUTS TO KILL ME!



I PITY YOU, CLETUS KASADY... FAR MORE THAN YOU WOULD EVER CONCEIVE.

I HAVE SEEN YOUR SECRET SOUL, AND FOUND IT LACKING.

WHILE IT IS TRUE THAT I COULD NOT LET YOU DIE--

